

A. COMPLIANCE REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY A LISTED ENTITY ON A QUARTERLY BASIS1. Name of Listed Entity: **PATANJALI FOODS LIMITED**2. Quarter ending: **31st March, 2025****I - Composition of Board of Directors:**

Title (Mr./ /Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent / Nominee) ⁶	Initial Date of Appointment	Date of re-appointment	Date of cessation	Tenure *	Date of Birth	No of Directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to Regulation 17A (1) & 17A(2)]	Number of memberships in Audit /Stakeholder Committee (s) including this listed entity (Refer Regulation 26 (1) of the LODR Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Shri	Acharya Balkrishna	01778007	Chairperson & Non-executive Director	18/12/2019	26/09/2024	NA	NA	25/07/1972	1	0	1	0
Shri	Swami Ramdev	08086068	Non-executive	18/12/2019	29/09/2023	NA	NA	10/01/1971	1	0	0	0
Shri	Ram Bharat	01651754	Managing Director	18/12/2019	18/12/2022	NA	NA	30/07/1979	1	0	1	0
Dr.	Girish Kumar Ahuja	00446339	Non-executive/ Independent	18/12/2019	18/12/2022	NA	63 Months	29/05/1946	3	2	9	5
Dr.	Tejendra Mohan Bhasin	03091429	Non-executive/ Independent	13/08/2020	13/08/2023	NA	55 Months	23/05/1956	5	5	8	3
Mrs.	Gyan Sudha Misra	07577265	Non-executive/ Independent	13/08/2020	13/08/2023	NA	55 Months	28/04/1949	2	2	1	0
Whether Regular chairperson appointed – YES												
Whether Chairperson is related to Managing Director or CEO – NO												

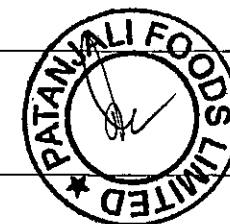


& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
 * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees:

Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)§	Date of appointment	Date of cessation
1. Audit Committee	Yes	Dr. Girish Kumar Ahuja Shri Ram Bharat Dr. Tejendra Mohan Bhasin	Chairperson/Non-Executive/Independent Executive Non-Executive/Independent	19/12/2019 19/12/2019 13/08/2020	NA NA NA
2. Nomination & Remuneration Committee	Yes	Smt. Gyan Sudha Misra Shri Swami Ramdev Dr. Tejendra Mohan Bhasin	Chairperson/Non-Executive/Independent Non-Executive Non-Executive/Independent	13/08/2020 19/12/2019 13/08/2020	NA NA NA
3. Risk Management Committee	Yes	Shri Acharya Balkrishna Shri Ram Bharat Shri Kumar Rajesh Shri Sanjeev Kumar Asthana Dr. Girish Kumar Ahuja	Chairperson /Non-Executive Executive Chief Financial Officer Chief Executive Officer Non-Executive/Independent	19/12/2019 19/12/2019 09/06/2020 10/02/2021 10/05/2021	NA NA NA NA NA
4. Stakeholders Relationship Committee'	Yes	Dr. Tejendra Mohan Bhasin Shri Acharya Balkrishna Smt. Gyan Sudha Misra	Chairperson/ Non-Executive/Independent Non-Executive Non-Executive/Independent	13/08/2020 19/12/2019 13/08/2020	NA NA NA
5. ESG & CSR Committee	Yes	Shri Acharya Balkrishna Shri Ram Bharat Shri Swami Ramdev Dr Girish Kumar Ahuja	Chairperson/Non-Executive Executive Director Non-Executive Non-Executive/Independent	19/12/2019 11/08/2023 19/12/2019 13/08/2020	NA NA NA NA

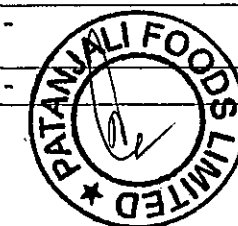
§ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



III. Meeting of Board of Directors					
<i>Date(s) of Meeting in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Date(s) of Meeting in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
08-01-2025	Yes	6	3	24-10-2024	63
15-01-2025	Yes	5	3	05-11-2024	6
10-02-2025	Yes	6	3		25
13-03-2025	Yes	5	3		30
20-03-2025	Yes	6	3		6

* to be filled in only for the current quarter meetings

IV. Meeting of Committees						
<i>Name of the Committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days**</i>
Audit Committee	08-01-2025	Yes	3	2	24-10-2024	63
Audit Committee	15-01-2025	Yes	3	2	05-11-2024	6
Audit Committee	10-02-2025	Yes	3	2		25
Audit Committee	13-03-2025	Yes	3	2		30
Audit Committee	27-03-2025	Yes	3	2		13
ESG & CSR Committee	08-01-2025	Yes	4	1	24-10-2024	75
ESG & CSR Committee	10-02-2025	Yes	4	1		32
ESG & CSR Committee	13-03-2025	Yes	3	1		30
Nomination and Remuneration committee	10-02-2025	Yes	2	1	24-10-2024	108
Nomination and Remuneration committee	13-03-2025	Yes	3	2		30
Stakeholders Relationship Committee	Nil		2	1	24-10-2024	-
Risk Management Committee	Nil		3	1	11-12-2024	-



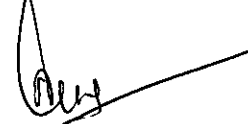
* to be filled in only for the current quarter meetings

** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional

V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Yes**
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee-**Yes**
 - b. Nomination & remuneration Committee-**Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee- **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **Yes**

For PATANJALI FOODS LIMITED



R. L. Gupta
Company Secretary & Compliance Officer



Date: April 29, 2025

WEBSITE AFFIRMATION (applicable only for the Annual Filing)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	www.patanjalifoods.com
aa) Memorandum of Association and Articles of Association	Yes	www.patanjalifoods.com
ab) Brief profile of Board of Directors including directorship and full-time position in body corporate	Yes	www.patanjalifoods.com
b) Terms and conditions of appointment of independent directors	Yes	www.patanjalifoods.com
c) Composition of various committees of board of directors	Yes	www.patanjalifoods.com
d) Code of conduct of board of directors and senior management personnel	Yes	www.patanjalifoods.com
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.patanjalifoods.com
f) Criteria of making payments to non-executive directors	Yes	www.patanjalifoods.com
g) Policy on dealing with related party transactions	Yes	www.patanjalifoods.com
h) Policy for determining 'material' subsidiaries	Yes	www.patanjalifoods.com
i) Details of familiarization programmes imparted to independent directors	Yes	www.patanjalifoods.com
j) Email address for grievance redressal and other relevant details	Yes	www.patanjalifoods.com
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.patanjalifoods.com
l) Financial results	Yes	www.patanjalifoods.com
m) Shareholding pattern	Yes	www.patanjalifoods.com
n) Details of agreements entered into with the media companies and/or their associates	NA	
o) (i) Schedule of analyst or institutional investor meet (ii) presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes	www.patanjalifoods.com
oa) Audio recordings, video recordings, if any , and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means.	Yes	www.patanjalifoods.com
p) New name and the old name of the listed entity	Yes	www.patanjalifoods.com
q) Advertisements as per regulation 47 (1)	Yes	www.patanjalifoods.com
r) Credit rating or revision in credit rating obtained	Yes	www.patanjalifoods.com
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	
t) Secretarial Compliance Report	Yes	www.patanjalifoods.com
u) Material Policy as per Regulation 30(4)	Yes	www.patanjalifoods.com
v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under Regulation 30(5)	Yes	www.patanjalifoods.com
w) Disclosure under Regulation 30(8)	Yes	www.patanjalifoods.com
x) Statement of deviation (s) or variation(s) as specified in Regulation 32	Yes	www.patanjalifoods.com



y) dividend distribution policy as specified in Regulation 43A (1)	Yes	www.patanjalifoods.com
z) Annual Return as provided under section 92 of the Companies Act, 2013	Yes	www.patanjalifoods.com
za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations 2021	Yes	www.patanjalifoods.com
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	www.patanjalifoods.com
Compliance with regulation 46(3) with respect to accuracy of disclosure on the website and timely updation	Yes	www.patanjalifoods.com



AFFIRMATION W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing)

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b)	Yes
Board composition	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for Appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the Audit committee	18(3)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Role of Nomination & Remuneration Committee	19 (4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Role of Stakeholder Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party Transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes



Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Director who resigned from the listed entity	25(11)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and Shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	NA
Vacancies in respect Key Managerial Personal	26A(1), 26A(2) & 26A(3)	NA

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied - NA

For **PATANJALI FOODS LIMITED**


Ramji Lal Gupta
 Company Secretary



Date: April 29, 2025

F. DISCLOSURE OF LOANS/GUARANTEES/CONFORT LETTERS/SECURITIES

Half year ending – 31.03.2025

I. Disclosure of Loans / guarantees / comfort letters / securities etc. <small>refer note below</small>			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	Nil	Nil	
Promoter Group or any other entity controlled by them	Nil	Nil	
Directors (including relatives) or any other entity controlled by them	Nil	Nil	
KMPs or any other entity controlled by them	Nil	Nil	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil

KMPs or any other entity controlled by them	NA	Nil	Nil
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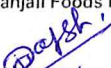
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil
KMPs NA entity controlled by them	Nil	Nil	Nil

II. Affirmations:

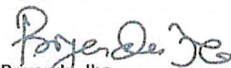
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Patanjali Foods Limited


Kumar Rajesh
Chief Financial Officer

Date: 24.04.2025

Patanjali Foods Limited


Priyendra Jha
Head – Treasury Management



Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - a) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*